State of Illinois ILLINOIS COMMERCE COMMISSION

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(To be filed with the Chief Clerk)

CHIEF OLDERS'S OF FICE

MINUTES

Chicago, July 25, 2001 (Date)

CASE NO.

01-0480

SUBJECT

NUON ACQUISITION SUB, INC., UTILITIES, INC., and EACH OF 21 OPERATING SUBSIDIARIES OF UTILITIES, INC.

Joint application for Approval of Proposed Merger.

HEARD BY MS. CLAUDIA SAINSOT, Administrative Law Judge.

APPEARANCES AND ADDRESSES MR. BRIAN McALEENAN and MR. G. DARRYL REED 10 South Dearborn Street

Chicago, Illinois 60603

Appearing for Utilites, Inc., and each of the 21 opersubsidiaries of Utilities, Inc.

MR. JOHN C. FEELEY and MR. ANDREW G. HUCKMAN 160 North LaSalle Street, Suite C-800 Chicago, Illinois 60601 Appearing for the Staff of the ICC.

DISPOSITION Continued to September 5, 2001, at 11:00 a.m.

FXHIBITS FILED

None.

REPORTED BY SULLIVAN REPORTING COMPANY, by Christine L. Kowalski, RPR, CSR

REMARKS

Original to Commission

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